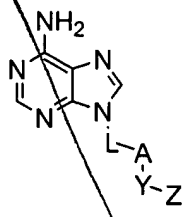
IN THE CLAIMS:

Please cancel claims 1-23 without prejudice or disclaimer, and add new claims 24-46.

--**24**. (New) A compound of the formula (I):

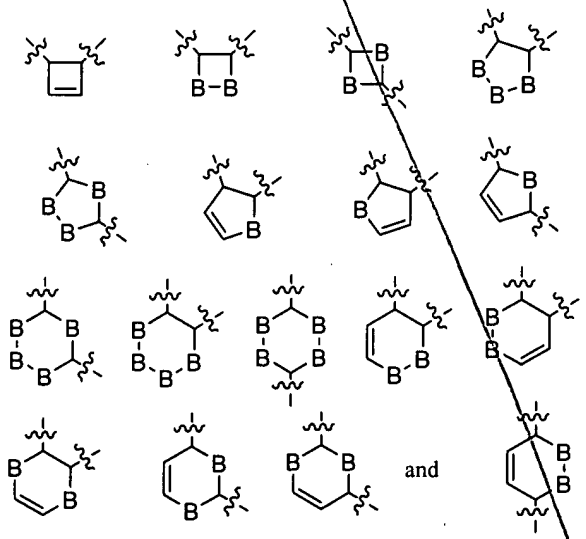


I

wherein:

A is a member selected from the group consisting of:

benzene, thiophene, furan, pyrrole, indole,



and

wherein

each B is independently selected from the group consisting of -C(-R^1)(-R^2)-, -O- and -N(-J-R^3)-, wherein not more than one B in any ring is either -O- or -N(-J-R^3)-;

each m and n is independently an integer from 0 to 4;

each q is independently an integer from 0 to 8;

Y is a member selected from the group consisting of $-(CH_2)_q-$, $-(CH_2)_mO-$ and $-(CH_2)_m-N(-J^1-)-R^4$;

Z is a member selected from the group consisting of $-(CH_2)_n-C(=O)-NHOH$, $-(CH_2)_nCOOH$, $-(CH_2)_nCOOMe$ and $-(CH_2)_nCOOEt$;

L is a member selected from the group consisting of $-(CH_2)_q-$, $-(CH_2)_mO-$ and $-(CH_2)_m-N-(-J^2-)-R^5$;

J, J^1 and J^2 are each independently selected from the group consisting of C(=O) and a bond;

R^1 is a member selected from the group consisting of H, $-N(-J^3-R^6)(-J^4-R^7)$ and $-O-J^5-R^8$, wherein J^3, J^4 and J^5 are each independently selected from the group consisting of -C(=O)- and a bond, wherein at least one of J^3 and J^4 is a bond;

R^2 is a member selected from the group consisting of H, $-N(-J^6-R^9)(-J^7-R^{10})$ and $-O-J^8-R^{11}$, wherein J^6, J^7 and J^8 are independently selected from the group consisting of -C(=O)- and a bond, wherein at least one of J^6 and J^7 is a bond;

R^3 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and $O-R^{12}$;

R^4 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and $O-R^{13}$;

R^5 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and $O-R^{14}$;

R^6 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and $O-R^{15}$;

R^7 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and $O-R^{16}$;

R^8 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and $O-R^{17}$;

R^9 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and $O-R^{18}$;

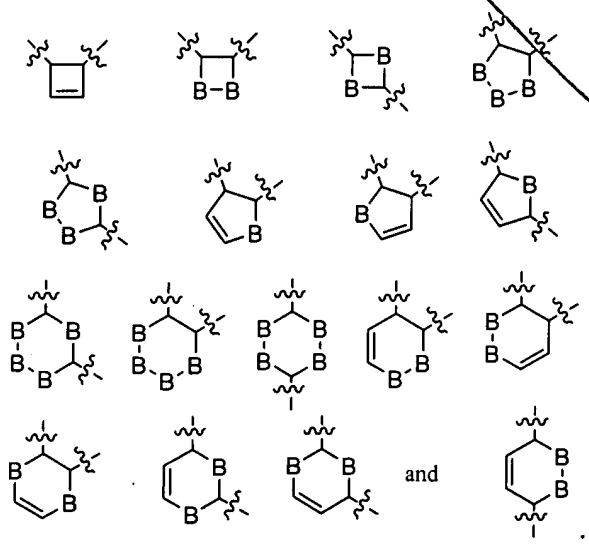
R^{10} is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and O-R^{19};

R^{11} is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and O-R^{20};

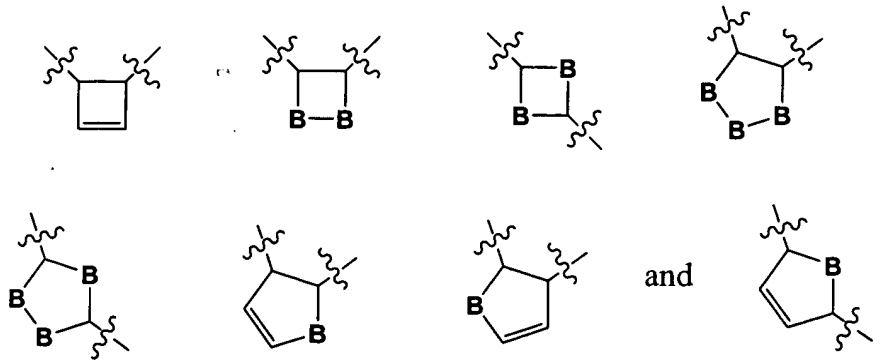
R^{12}, R^{13}, R^{14}, R^{15}, R^{16}, R^{17}, R^{18}, R^{19} and R^{20} are each independently selected from the group consisting of C_1-C_4 alkyl, cycloalkyl and benzyl;

and all pharmaceutically acceptable isomers, salts, hydrates, solvates and prodrug derivatives thereof.

25. (New) The compound according to claim **24** wherein A is a member selected from the group consisting of :



26. (New) The compound according to claim **24** wherein A is a member selected from the group consisting of:



Y is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$;

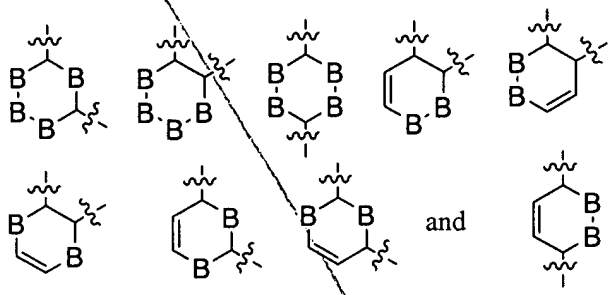
L is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$; and

R^1 is a member selected from the group consisting of H and $-O-J^5-R^8$; and

R^2 is a member selected from the group consisting of H and $-O-J^8-R^{11}$;

and all pharmaceutically acceptable salts thereof.

27. (New) The compound according to claim **24**, wherein A is a member selected from the group consisting of :



Y is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$;

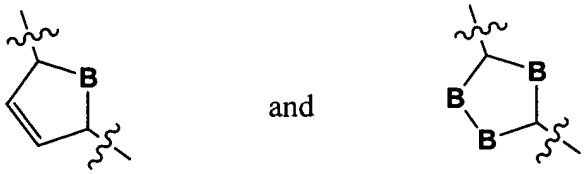
L is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$; and

R^1 is a member selected from the group consisting of H and $-O-J^5-R^8$; and

R^2 is a member selected from the group consisting of H and $-O-J^8-R^{11}$;

and all pharmaceutically acceptable salts thereof.

28. (New) The compound according to claim **24** wherein A is a member selected from the group consisting of :



wherein

each B is CH_2;

Y is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$;

Z is $-(CH_2)_n-C(=O)-NHOH$;

L is $-(CH_2)_q-$;

each m and n is independently an integer from 0 to 4; and

each q is independently an integer from 0 to 8;

and all pharmaceutically acceptable salts thereof.

29. (New) A pharmaceutical composition comprising an effective amount of a compound according to claim **24**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

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30. (New) The pharmaceutical composition comprising an effective amount of a compound according to claim **25**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

31. (New) The pharmaceutical composition comprising an effective amount of a compound according to claim **26**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

32. (New) The pharmaceutical composition comprising an effective amount of a compound according to claim **27**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

33. (New) The pharmaceutical composition comprising an effective amount of a compound according to claim **28**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

34. (New) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **29** to said patient.

35. (New) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **30** to said patient.

36. (New) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **31** to said patient.

37. (New) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **32** to said patient.

38. (New) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **33** to said patient.

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39. (New) The method according to claim **34**, further comprising inhibiting or preventing a patient's fibroproliferative vasculopathy following vascular injury or a vascular surgical operation, wherein said composition is administered to a patient in an effective amount subsequent to a vascular injury, or subsequent to a vascular surgical operation.

40. (New) The method according to claim **39** wherein the composition is administered for one to two weeks after the injury or surgical operation.

41. (New) The method according to claim **40** wherein fibroproliferative vasculopathy is caused by chronic allograft rejection and vascular restenosis following vascular trauma.

42. (New) A method of treating congestive heart failure comprising administering an effective amount of a pharmaceutical composition according to claim **29** to a patient in need thereof.

43. (New) A method of treating congestive heart failure comprising administering an effective amount of a pharmaceutical composition according to claim **30** to a patient in need thereof.